

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF OKLAHOMA**

|   |   |                        |
|---|---|------------------------|
| CHIEFTAIN ROYALTY COMPANY,                | ) |                        |
|   | ) |                        |
| Plaintiff,                                | ) |                        |
|   | ) |                        |
| v.  | ) | Case No. CIV-011-177-D |
|   | ) |                        |
| SM ENERGY COMPANY (including              | ) |                        |
| predecessors, successors and affiliates), | ) |                        |
| ENERVEST ENERGY INSTITUTIONAL             | ) |                        |
| FUND XIII-A, L.P., ENERVEST ENERGY        | ) |                        |
| INSTITUTIONAL FUND XIII-WIB, L.P.,        | ) |                        |
| ENERVEST ENERGY INSTITUTIONAL             | ) |                        |
| FUND XIII-WIC, L.P., ENERVEST             | ) |                        |
| OPERATING, L.L.C., and FOURPOINT          | ) |                        |
| ENERGY, LLC,                              | ) |                        |
|   | ) |                        |
| Defendants.                               | ) |                        |

**CLASS REPRESENTATIVE’S MOTION FOR APPROVAL OF  
ATTORNEYS’ FEES, REIMBURSEMENT OF LITIGATION EXPENSES  
AND CASE CONTRIBUTION AWARD**

Class Representative, Chieftain Royalty Company, individually and on behalf of the Settlement Class preliminarily certified by the Court’s Order dated September 1, 2015 (Dkt. No. 115), and Nix, Patterson & Roach, LLP and Barnes & Lewis, LLP (collectively, “Class Counsel”) respectfully file this Motion for Approval of Attorneys’ Fees, Reimbursement of Litigation Expenses and Case Contribution Award, and hereby move this Court for entry of an Order approving:

1. Class Counsel’s request for attorneys’ fees;
2. Class Counsel’s request for reimbursement of Litigation Expenses; and
3. Class Representative’s request for a Case Contribution Award.

Class Representative and Class Counsel base this Motion on the Memorandum of Law in Support of this Motion and exhibits thereto, the Declaration of Bradley E. Beckworth and Robert N. Barnes on Behalf of Class Counsel and exhibits thereto, the applicable law, and all pleadings, declarations, and records on file in this matter, which are respectfully incorporated by reference as if set forth fully herein.

Accordingly, Class Representative and Class Counsel respectfully request the Court enter the Proposed Fee Order granting the relief listed above and grant any further relief to which the Court finds Class Representative and Class Counsel entitled.

Dated: October 26, 2015

Respectfully submitted,

/s/ Bradley E. Beckworth

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**CLASS COUNSEL AND  
ATTORNEYS FOR CLASS  
REPRESENTATIVE**

**CERTIFICATE OF SERVICE**

I hereby certify that on October 26, 2015, I electronically transmitted the attached document to the Clerk of Court using the ECF System for filing and transmittal of a Notice of Electronic Filing to all ECF registrants.

Dated: October 26, 2015.

/s/ Bradley E. Beckworth  
Bradley E. Beckworth